

**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF CALIFORNIA**



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In the Matter of the Application of eNetworks, LLC for A1606004
a certificate of public convenience and necessity to
provide full facilities-based and resold competitive local
exchange service throughout the service territories of
Pacific Bell Telephone Company, Frontier California,
Inc., Consolidated Communications of California
Company, and Citizens Telecommunications Company
of California, Inc. and full facilities-based and resold
interexchange services on a statewide basis.

Application

APPLICATION OF eNETWORKS, LLC

[PUBLIC VERSION]

GOODIN, MACBRIDE,
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Attorneys for eNetworks, LLC

Dated: June 3, 2016

**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF CALIFORNIA**

In the Matter of the Application of eNetworks, LLC for a certificate of public convenience and necessity to provide full facilities-based and resold competitive local exchange service throughout the service territories of Pacific Bell Telephone Company, Frontier California, Inc., Consolidated Communications of California Company, and Citizens Telecommunications Company of California, Inc. and full facilities-based and resold interexchange services on a statewide basis.

Application

APPLICATION OF eNETWORKS, LLC

Pursuant to Article I of Chapter 5 of the Public Utilities Code (Section 1001 et seq.), eNetworks, LLC (“eNetworks” or “Applicant”) hereby requests that the Commission issue a certificate of public convenience and necessity (“CPCN”) authorizing Applicant to provide:

(i) full facilities-based and resold competitive local exchange service throughout the service territories of Pacific Bell Telephone Company, Frontier California, Inc., Consolidated Communications of California Company, and Citizens Telecommunications Company of California, Inc.; and (ii) full facilities-based and resold interexchange services on a statewide basis.

eNetworks intends to provide infrastructure facilities (such as dark fiber and metro cell nodes) for use in connection with the transport and transmission of communications by wireless carriers. eNetworks will rely on existing facilities obtained from other carriers and utilities. In addition, eNetworks will construct its own facilities in many cases. eNetworks expects that any outside plant construction ordinarily would be small in scale, consisting of

construction of relatively short conduit routes, installations of a poles where existing facilities are inadequate, and other above-ground facilities. Further, such construction generally would occur in existing roadways or other previously-developed and disturbed rights-of-way. Thus, eNetworks expects that any such projects would fall within one or more categorical exemptions under CEQA.¹

eNetworks cannot identify, at this time, the specific locations of the infrastructure facilities that it will construct. Accordingly, eNetworks proposes that the requested grant of full facilities-based construction authority be subject to compliance with the same expedited 21-day environmental review process that has been adopted for similarly-situated carriers.² This process would be as follows:

- Applicant shall provide the Commission's Energy Division with:
 - A detailed description of the proposed project, including:
 - Customer(s) to be served;
 - The precise location of the proposed construction project; and
 - Regional and local site maps.
 - A description of the environmental setting, including at a minimum:
 - Cultural, historical, and paleontology resources;
 - Biological resources; and
 - Current land use and zoning.
 - A construction work plan, including:
 - Commission Preconstruction Survey Checklist-Archaeological Resources;
 - Commission Preconstruction Survey Checklist-Biological Resources;

¹ Available exemptions may include, inter alia, construction projects involving existing facilities (CEQA Guidelines Section 15301), replacement or reconstruction (CEQA Guidelines Section 15302), new construction or conversion of small structures (CEQA Guidelines Section 15303), and construction under other available exemptions.

² See, e.g., Decision 13-07-032, which granted full-facilities-based authority to Vodex Communications Corporation.

- A detailed schedule of construction activities, including site restoration activities;
 - A description of construction/installation techniques;
 - A list of other agencies contacted with respect to siting, land use planning, and environmental resource issues, including contact information; and
 - A list of permits required for the proposed project.
- ☐ A statement of the CEQA exemption(s) claimed to apply to the proposed project; and
- ☐ Documentation supporting the finding of exemption from CEQA.
- The Commission's Energy Division shall then review the submittal and shall notify Applicant of either its approval or its denial of Applicant's claim for exemption from CEQA review within 21 days from the time that Applicant's submittal is complete.
 - If the Commission's Energy Division approves Applicant's claimed CEQA exemption(s), the staff shall prepare a Notice to Proceed (NTP) and file a Notice of Exemption with the State Clearinghouse, Office of Planning and Research.
 - If the Commission's Energy Division disapproves Applicant's claimed CEQA exemption(s), the staff shall issue to Applicant a letter which states the specific reasons that the claimed CEQA exemption(s) do not apply to the proposed project.
 - If the Commission's Energy Division disapproves Applicant's claimed CEQA exemption(s) and Applicant wishes to pursue the project, Applicant shall either re-design the specific project and facilities and then reapply for a finding of exemption from CEQA, or file a formal application with the Commission seeking the requisite approval and full CEQA review, before commencing any full facilities-based construction activities."

eNetworks proposes, further, that, at such time as G.O. 170 is implemented, eNetworks be authorized to exercise full-facilities-based authority in accordance with the applicable provisions of G.O. 170, rather than pursuant to the foregoing 21-day expedited review process.

In support of this request, eNetworks provides the following information:

I. Information Regarding Applicant - Rule 2.1(a)

Applicant's exact legal name is eNetworks, LLC. eNetworks is a Delaware limited liability company. Its principal place of business is One Mallard Pointe, 11020 David Taylor Drive, Suite 103, Charlotte, North Carolina 28262, and its telephone number is 844-222-2344.

II. Contact for Correspondence and Communications - Rule 2.2(b)

All communications, correspondence, and pleadings with respect to this application should be directed to:

John L. Clark
Goodin, MacBride,
Squeri & Day, LLP
505 Sansome Street, Suite 900
San Francisco, CA 94111
Telephone: (415) 392-7900
Facsimile: (415) 398-4321
E-mail: jclark@goodinmacbride.com

III. Categorization, Need for hearing, Issues, Schedule - Rule 2.1(c)

Proposed Category: eNetworks proposes that the Commission classify this proceeding as ratesetting. Although this Application does not affect rates, the definitions of "adjudicatory" or "quasi-legislative" clearly do not apply to this application. Under the Commission's rules, when a proceeding does not clearly fit any of the categories, it should be conducted under the ratesetting procedures. (See, Rule 7.1(e)(2).)

Need for hearing: No hearing is needed for the Commission to act on eNetworks's request.

Issues to be considered: eNetworks submits that the only issues to be resolved in this proceeding are whether eNetworks has met the Commission's requirements for authorization to provide the proposed services, specifically:

(1) Whether eNetworks has demonstrated sufficient technical and managerial ability to conduct the proposed operations;

(2) Whether eNetworks has met the requisite financial showing required of applicants; and

(3) Whether eNetworks's proposed service will serve the public convenience and necessity.

eNetworks submits that the information in this Application fully demonstrates that Applicant meets all of the requirements for issuance of the requested operating authority and that no further filings or proceedings are required.

Proposed Schedule: eNetworks proposes the following schedule:

July 2016 - Final date for protests; application deemed submitted.

August 2016 - Commission decision issued granting application.

IV. Other Information - Rule 2.1(d)

(1) **Technical and Managerial Qualifications**

eNetworks was recently formed to carry out the operations in California and other states. eNetworks is owned and controlled, indirectly, by its co-CEOs, Baxter M. Hayes, III and Jarrod T. Hayes, through their respective wholly-owned management companies, Telecommunications Strategies Consultants, LLC and Project Management and Design Services, LLC.

Messrs. Hayes have extensive, relevant experience in management and operations. In 2003, they, along with Baxter M. Hayes, Jr., founded Utilipath, LLC, which quickly became a leading provider of telecommunications infrastructure, serving companies such as AT&T, Frontier Communications, CenturyLink, Verizon Communications, and Qwest Communications, as well as independent telephone companies. Utilipath operated in two divisions. Its network services division, which was involved primarily in deploying

infrastructure, cabling, and equipment in telco rooms, offices, equipment rooms, data centers, headend/hub sites, central offices and similar environments, and its outside plant (“OSP”) division, which was involved primarily in deploying outside plant network infrastructure and cabling for telecommunication service providers. In August 2013, the network services division was spun-off in a \$20 million transaction, and the OSP division was transferred to Essentia, Inc., an affiliate of eNetworks, which is co-owned and managed by Messrs. Hayes. eNetworks’ proposed operations is a natural extension of the operations successfully undertaken by Essentia and, previously, by Utilipath.

Attached as Exhibit A are resumes (showing complete employment histories) for Messrs. Hayes and eNetworks’ other officers, and key personnel. These resumes demonstrate extensive experience and expertise in the telecommunication industry, thereby clearly showing that Applicant is fully capable of carrying out the proposed operations.

(2) Fitness

Attached as Exhibit B is a sworn statement submitted pursuant to Ordering Paragraph 14 of D.13-05-035.

(3) Exemptions

eNetworks will operate and provide service as a non-dominant carrier. Therefore, eNetworks requests that it be accorded the same streamlined regulatory treatment previously accorded to other competitive local carriers as set forth in D.97-01-015 and as adopted for nondominant interexchange carriers, including, without limitation, the following: exemption from the provisions of Public Utilities Code §§ 816-830 (pertaining to the issuance of stocks and securities) and Public Utilities Code § 851 (pertaining to the transfer or encumbrance of utility assets when such transfer or encumbrance is for the purpose of securing debt), and exemption from any requirement to maintain its books and records in accordance with the Uniform System of Accounts specified in 47 CFR Part 32.

(4) Performance Bond

Included as part of the Verification of this Application is a sworn statement submitted pursuant to Ordering Paragraph 4 of D.13-05-035, attesting to eNetworks's current and prospective compliance with the performance bond requirement established by that Decision.

V. Organization and Qualification to Transact Business - Rule 2.2

A copy of eNetworks' current articles of organization and a current certificate of status (good standing) establishing eNetworks' authority to conduct intrastate business in California are attached hereto as Exhibit C.

VI. CEQA Compliance - Rule 2.4

eNetworks' Proponent's Environmental Assessment ("PEA") is attached as Exhibit D.

VII. Description of Proposed Construction - Rule 3.1(a)

As noted above, eNetworks intends to provide infrastructure facilities (such as dark fiber and metro cell nodes) in connection with the transport and transmission of communications by wireless carriers. eNetworks will rely on existing facilities obtained from other carriers and utilities. In addition, eNetworks will construct its own facilities in many cases. eNetworks expects that any outside plant construction ordinarily would be small in scale, consisting of construction of relatively short conduit routes, installations of poles where existing facilities are inadequate, and installation or construction of other, small above-ground facilities. Further, such construction generally would occur in existing roadways or other previously-developed and disturbed rights-of-way.

VIII. List of Competitors, Cities, and Counties - Rule 3.1(b)

Pursuant to Decision No. 97-06-107, applications such as this are exempt from the requirements of this rule.

IX. Map - Rule 3.1(c)

A map illustrating eNetworks' proposed service area is attached hereto as Exhibit E.

X. Permits - Rule 3.1(d)

No discretionary franchises or health or safety permits will be required for the provision of the services described herein. eNetworks will abide by all applicable local permitting requirements in carrying out any construction activities authorized by the Commission.

XI. Public Convenience and Necessity - Rule 3.1(e)

eNetworks submits the following in support of its belief that the public convenience and necessity require Commission approval of its application:

A. Applicant's proposed operations will be designed to meet the individual needs of telecommunications providers for key infrastructure needed by them to support rapidly growing demand for wireless and broadband services in an efficient, timely, and cost-effective manner.

B. Commission approval of the instant application will reaffirm the principle of competition in the telecommunication market within California and will ultimately benefit California telecommunications users through the enhanced ability of Applicant's carrier-customers to offer lower-priced, innovative, high quality service through use of timely and efficient infrastructure deployment methods, and it will encourage development and expansion of the telecommunications industry in California with attendant employment opportunities for Californians.

C. 47 U.S.C. § 253(a) establishes a national policy favoring competition in the provision of telecommunication services and prohibiting any regulation or other legal requirement that prohibits or has the effect of prohibiting any entity from providing a telecommunications service.

XII. Estimated Cost of Construction; Feasibility - Rule 3.1(f)

Any construction activities undertaken by eNetworks will be funded through financing procured from private sources or through operations.

XIII. Financial Ability and Financing Information - Rule 3.1(g)

eNetworks is submitting under seal as Exhibit F a guaranty from its affiliate, Essentia, Inc., along with supporting documentation (which is filed under seal), demonstrating that eNetworks has access to cash resources in an amount sufficient to meet the Commission's requirements. eNetworks confirms that it will not be required to pay any deposits to underlying carriers in order to carry out its operations under the requested authority. eNetworks confirms that these financial resources are unencumbered and will remain available to fund eNetworks's working capital requirements while this application is pending and for the first full year following grant of the requested operating authority.

XIV. Statement of Proposed Rates - Rule 3.1(h)

eNetworks will provide its services and facilities on an individually-negotiated contract basis. eNetworks will not provide switched access service or basic single-line residential service. Accordingly, no tariff is required.

XV. General Order 104-A - Rule 3.1(i)

No matters that must be reported pursuant to section 2 of G.O. 104-A, have occurred. eNetworks anticipates that it may obtain construction or other services from its affiliate, Essentia, Inc., that could require reporting under G.O. 104-A.³

XVI. Number of Customers - Rule 3.1(j)

eNetworks estimates that it will serve 2 customers during the first year and 5 customers during the fifth year of operations under its requested authority.

³ eNetworks notes that the annual reporting requirements applicable to nondominant interexchange carriers and competitive local carriers do not currently require reporting of these potential transactions. Nevertheless, out of caution, eNetworks is nevertheless providing such information, here.

WHEREFORE, eNetworks, LLC requests that the Commission grant this application and issue a certificate of public convenience and necessity authorizing eNetworks to provide: (i) full facilities-based and resold competitive local exchange service throughout the service territories of Pacific Bell Telephone Company, Frontier California, Inc., Consolidated Communications of California Company, and Citizens Telecommunications Company of California, Inc.; and (ii) full facilities-based and resold interexchange services on a statewide basis.

Respectfully submitted June 3, 2016 at San Francisco, California.

GOODIN, MACBRIDE,
SQUERI & DAY, LLP
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San Francisco, California 94111
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Facsimile: (415) 398-4321
Email: jclark@goodinmacbride.com

By /s/ John L. Clark

John L. Clark

Attorneys for eNetworks, LLC

VERIFICATION AND SWORN STATEMENT
ON BEHALF OF eNETWORKS, LLC

My name is Baxter McLindon Hayes, III. I am the CEO of eNetworks, LLC. ("eNetworks" or "Applicant"). My personal knowledge of the facts stated herein has been derived from my employment with Applicant.

I affirm that eNetworks:

- agrees to comply with all federal and state statutes, rules, and regulations, for a Certificate of Public Convenience and Necessity (CPCN) and state contractual rules and regulations, if granted the request as stated in this Application;
- certifies that all answers to the attached Application for a CPCN are true and correct;
- agrees, that in the event eNetworks' request for a CPCN is granted, it will post a continuous performance bond (i.e., there will be no termination date on the bond) in the amount of \$25,000 issued by a corporate surety company authorized to transact surety business in California, and with the Commission listed as the obligee on the bond; and, further, that eNetworks will provide a copy of the executed performance bond to the Director of the Communications Division with the written notification to the Commission of acceptance of operating authority;
- eNetworks does not expect to operate as an interstate common carrier as defined in section 153 of the Federal Communications Act of 1934, as amended, (the "Act"); however, to the extent it engages in operations as a telecommunications

service provider as defined by federal law, it will be eligible to interconnect with the public switched telephone network pursuant to sections 251 and 252 of the Act; and

- If granted a CPCN, eNetworks will operate as a telephone corporation as defined in Section 234(a) of the California Public Utilities Code (Code) and obey the Code, and all of the Commission's rules, decisions and orders applicable to telephone corporations.

I affirm and declare under penalty of perjury under the laws of the State of California, including Rule 1.1 of the California Public Utilities Commission's Rules of Practice and Procedure, that, to the best of my knowledge, all of the statements and representations made in this Application are true and correct.

Dated: _____

6/3/14

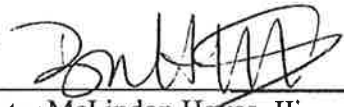

Baxter McLindon Hayes, III

EXHIBIT A

RESUMES

Jarrod T. Hayes
329 11th Street
Atlantic Beach, FL 32233
jarrod.hayes@essentia-inc.com
(336) 215-7126

ESSENTIA, INC.

August 2013 – **CEO & Founder**

CHARLOTTE, NC

Present Essentia designs, deploys, and manages networks and integrated technologies for Global Integrators, Carriers, Stadium & Arena Platforms, Federal Integrators and Enterprises. Our customers include four of the five largest US-based telecommunications companies, three of the four largest US-Based MSOs, two of the four largest federal prime contractors and two of the four largest systems integrators.

UTILIPATH, LLC

July 2003 – **Co-Owner**

CHARLOTTE, NC

August 2013 Manage operations in 17 states for over a dozen customers including 5 of the top 7 largest wireline communications companies. Manage up to 12 simultaneous projects and up to 50 in-house and subcontract crews. Responsible for project delivery of the turnkey wireline deployments, including OSP construction, engineering, permitting, maintenance, inspection, program management, construction management, damage prevention/locate services, equipment installation, electrical wiring, and structured cabling.

Key Accomplishments: Rapidly expanded footprint, including operations in 17 states with authorization to operate in 20 states. Won qualification as Master Contractor for BellSouth, AT&T, Qwest Communications, Verizon, and Level 3. Secured \$40 million in bonding capacity. Awarded program management contract by BellSouth for Federal Aviation Administration and Veterans Administration build-outs in the southeast. Completed numerous homeland security projects, including Ft. Bragg, Wright-Patterson, Ft. Gordon, Shaw, and Yuma military installations. Completed turnkey design, engineering, and installation of a Gigabit Ethernet solution for Carolina International School, which included OSP, cabling, and equipment infrastructure. Recruited superior senior managers, mid-level managers, field and administrative personnel. Secured credit facilities sufficient to triple revenues.

FIRST SOUTH UTILITY CONSTRUCTION, INC.

June 2000 – **General Manager of Operations**

GREENSBORO, NC

July 2003 Managed 50 employees in fourteen states across four functional areas – engineering, CADD, construction, and plant protection. Responsible for projects for three major customers representing 40% of 2003 revenue. Managed construction, engineering, and permitting of a 1000-mile fiber optic network from Greensboro, NC to Newark, NJ as part of a \$140 million turnkey contract. Reported to President.

Key Accomplishments: Streamlined operations and strategically utilized turnkey agreements with subcontractors to reduce risk, increase production, and reduce actual costs to 50% of budget. Empowered engineering and permitting personnel by establishing cross-functional responsibilities resulting in an increase in quality and a 30% reduction in overhead. Centralized document control in inspection and billing departments increasing accuracy of billing and field records and effectiveness of field inspectors. Rationalized unprofitable crews, transferred underutilized equipment, and redesigned billing process to transform failing operation to one of company's most profitable operations with over 30% operating margin.

Jan. 2000 – **General Manager of Administration**

GREENSBORO, NC

June 2000 Managed corporate payroll, human resources, safety, and recruiting departments including four managers and eight other personnel. Reported to Chief Financial Officer.

Key accomplishments: Implemented process improvements and reorganized departments improving productivity, eliminating overtime, and reducing overhead by 40% while corporate revenues increased by over 50%.

BARRINGTON ASSOCIATES

July 1998 – **Analyst, Investment Banking**

LOS ANGELES, CA

Dec. 2000	Developed valuation models used to price client companies, including valuations of publicly traded comparable companies, historical merger and acquisition valuations, and discounted cash flow analyses. Interacted with consumer products manufacturers, telecommunications infrastructure services, food-processing machinery manufacturers, and aerospace companies. Prepared information memoranda and management presentations used in marketing client companies to potential strategic and financial acquirers. Led due diligence interviews and participated in negotiations involving client company executive officers, senior investment bankers, and potential acquirers.
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Key accomplishments: Staffed on six successful deal teams, advised one public and five privately held companies on sell-side assignments with aggregate transaction value in excess of \$300 million. Marketed client companies domestically and internationally to potential strategic and financial acquirers resulting in exceptional valuations and significant shareholder liquidity.

EDUCATION

2003 – 2005	DUKE UNIVERSITY Masters of Business Administration	DURHAM, NC
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1994-1998 **UNIVERSITY OF NORTH CAROLINA** **CHAPEL HILL, NC**
Bachelor of Science with Honors and Highest Distinction in Business Administration

- Overall GPA 3.8
- Honors Thesis - *The Effects of the Deregulation of the Electric Utility Industry on Executive Compensation*
- Earned T.N. Norwood, Fred B. James, and ABC Scholarships for academic excellence
- Gamma Sigma Alpha national honor fraternity, Golden Key national honor society, Dean's List – all semesters
- Kappa Sigma Fraternity, Treasurer and Fundraising Chairman
- Valedictorian, Hendersonville High School

Baxter McLindon (Lindon) Hayes, III, RCDD

Email: lindon.hayes@utilipath.com Cell: (704) 226-5445

EXPERIENCE

General Manager of Operations

First South Utility Construction, Inc.

January 2001 – July 2003

Greensboro, NC

- Responsibilities included 6 customers, operations in 14 states, and P&L responsibility for approximately \$25M with close to \$33M of project backlog. Financial performance for FY 2002 included the two highest margin operations in the company.
- Developed new markets and sold projects for First South including federal government, wireless towers, ISP, and plant protection opportunities
- Re-engineered and re-organized CADD department, dramatically improving productivity, eliminating 1,200 hours of backlog, virtually eliminating overtime, and increasing throughput, while simultaneously reducing staff by 25% in three months
- Promoted from Construction Supervisor to CADD Manager to Manager of Special Projects to General Manager of Operations in one year

General Manager of Administration

First South Utility Construction, Inc.

January 2000 – January 2001

Greensboro, NC

- Responsibilities included Corporate Purchasing, Equipment, Accounts Payable, Claims, and Safety Departments, which included 25 total personnel and 5 Managers. Executed process reengineering and implemented new technologies that reduced staff by 20% during a period where revenue increased by 25%
- Led one and participated on two other deal teams, consisting of investment bankers and management, evaluating three major transactions

Equities Analyst, Technology and Telecommunications

Myers & Company

August 1998 – December 1999

Charlotte, NC

- Performed detailed strategic analysis of public companies by analyzing research reports from other analysts, secondary research from public sources, and primary research through interviews with target company senior management (including Fortune 1000 CEOs, CFOs, and line of business managers), as well as competitors, customers, suppliers, distributors, and other industry experts. Performed extensive financial analysis of public companies by evaluating financial statements and building financial models.
- Determined capital allocation, along with a team of 2 other analysts, for approximately \$1B in assets. Investment decisions for 1999 resulted in a superior record for investors, with returns surpassing most competitive benchmarks including the S&P 500 index.

Senior Consultant

Kaiser Associates, Inc.

May 1997 – June 1998

Vienna, Virginia

- Performed all stages of research and writing of competitive analysis studies at a global strategy management consulting firm specializing in competitive intelligence, benchmarking, customer analysis, and market entry analysis principally for Fortune 500 clients. Presented findings and recommendations directly to clients' senior management.
- Studied industries, markets, and companies through extensive primary research (interviews with customers, competitors, suppliers, distributors, analysts, and regulatory authorities) and secondary resources.
- **Selected project experience:**
 - Led Asia/Pacific research of worldwide market analysis for \$20B defense company; client modified the strategy and products of its sensors and electronics division based on recommendations.
 - Studied best-in-class business solution providers for \$7B computer company; client's senior management used analysis to evaluate their go-to-market strategy and consider organizational changes.
 - Evaluated best-in-class business models of ethnic marketing strategy for \$36B consumer products company; client shaped ethnic marketing strategy based on recommendations.

Owner/Manager

139 Calhoun Inc. (Calhoun's Bar)

May 1995 – December 1996

Charleston, South Carolina

- Transformed failed bar into successful operation in one year, with \$312,000 in first-year revenues. Developed, implemented, and managed successful business strategy. Hired, trained, and supervised approximately 25 employees.

EDUCATION

University of North Carolina-Chapel Hill

BA with Highest Honors in Psychology, GPA: 3.7

August 1991 - May 1995

Chapel Hill, NC

- Phi Beta Kappa honor society. Rhodes, Churchill, and Marshall scholarships nominee.
- Candidate for CFA Level II; Series 7, Series 66 certifications.
- Registered Communications Distribution Designer Certification

Mark Austin Frazier
Orange Beach, AL

412-209-8000

mafrazier8000@yahoo.com

SENIOR EXECUTIVE PROFESSIONAL

Executive expertise in creating shareholder value in the wireless technology field. Most recently, responsible for 7.5M customers covering three states and \$5B in total service revenues. Industry leading churn results that focused on delivering positive customer experience. Region leading connections and machine to machine (IOT), one million customers annually. Integration strategies experience including Network, HR, Finance and Legal.

Distribution – Design / Go To Market Strategy / Employment Development – Culture

EXPERIENCE

VERIZON WIRELESS

Region President, Warrendale, PA (2010 – 2015)

Spearheaded sales, revenues, network services, marketing, and overall company operations throughout the Ohio/Pennsylvania/West Virginia Region. Develop and maintain a strong Regional leadership team with more than 3000 employees, to achieve company goals and sales targets.

- Established the region wide strategic direction, distribution strategy including the expansion of company owned stores, network expansion priorities and customer experience.
- Manage a regional budget, year over year growth, in all measurable metrics, community relations, and employee development through a performance-driven culture. Maintain customer base of over 7.5M and service revenues of \$5B plus.
- Implemented distribution and design strategy for over a 110 corporate owned stores, over 490 national retailers and over 340 local agents.
- Serve as an active member of the communities in the region and increase market share through quality growth and strong retention efforts.

Director Sales and Training Operations, Chicago, IL (2007 – 2010)

Managed integration/communications plans to Mid West area leadership team and Alltel Mid west area core team.

- Partnered with area/HQ business leaders to determine integration strategies with finance, marketing, IT, network, HR, customer service, and legal.
- Worked with area real estate team/channels to determine sales and distribution integration strategies.
- Directed all aspects of leading, managing and developing a large remote work group consisting of Associate Directors, Managers, Supervisors, Consultants of training, and Training Coordinators.
- Utilized business results, trends and internal customer feedback to develop, implement and track the effectiveness of training solutions that assist in the achievement of key performance indicators including but not limited to gross adds, revenue growth, customer retention and customer satisfaction.
- Accountable for achieving training team productivity objectives including platform, curriculum development, project management, reporting and analysis and professional development.
- Directed the building, implementing, tracking, trending and analyzing training effectiveness of training programs delivered to area employees including but not limited to new hire, embedded base, systems, product and services and operations.
- Created extensive interaction with other functional departments especially National Workforce Development. Area Sales, Marketing, Customer Service and Finance to drive increased employee capabilities and Key Performance Indicators.

Director Retail Sales, Southfield, MI (2004 – 2007)

Established a performance management culture responsible for managing operations, budgeting, sales and revenue quota for 125 locations. Recommend, develop and implement sales, marketing and merchandising business strategies. Trade area propensity analyst.

(Director Retail Sales, continued)

- Increase presence in the community by developing relationships with local Chamber of Commerce personal. Managed and oversaw third party vendor relationships. Ensures service vendor is providing customer service and resolving technical issues in a timely and effective manner.
- Led identification of new store location, store retrofits and handled facilities opening of new locations.
- Staffing and development for the new store channel. Foster leadership qualities in retail sales district managers to motivate and coach their teams to achieve high performance results. Ensure channel compliance with business code of conduct and sales compensation plan.
- Monitor financial reporting, budget reporting and sales reporting for all retail locations. Take action based on reports to improve performance.
- Customer retention issues evaluated to identify opportunities to work cross-functional with other business units. Serve as a senior management escalation point for customer issues. Work to develop customer retention tools. Postpaid churn .82 of 7.5 million customers

Director Business Sales, St. Louis, MO (2001 – 2007)

Directed the strategic and technical management of the business sales channel.

- Created new culture of the market to increase growth and penetration,
- Developed sales plans and strategies to achieve sales goals and objectives to attain net adds, increase ARPU, manage churn and increase market penetration.
- Handle the management and development of business channel employees as well as operations management of the channel with regards to systems, process and budgets.
- Implemented Major and National account penetration programs.
- Developed Balanced performance plans for the region.
- Increased overall productivity per rep based on balanced performance.
- Implemented quarterly regional business summit operation reviews.

Director Strategic Sales, Indianapolis, IN (04/2001 – 10/2001)

Handled direct management of all sales/retention functions of the business sales channel while managing the region's budget performance.

- Overall market objectives for new account sales and profitable revenue growth.
- Development and implementation of effective sales plans.
- Monitored departmental expense and optimize impact to net income.
- Developed a Go To Market Strategy for implementation of new national retailers and local agents.

PREVIOUS EXPERIENCE

VERIZON WIRELESS – GTE MOBILENET (Acquisition), GM Indirect Sales, Indianapolis, IN 1998-2001

GTE MOBILENET, Business Sales Manager, Indianapolis, IN 1992-1998

US CELLULAR, Sales Manager, Wichita Falls, TX 1988-1992

EDUCATION / PROFESSIONAL DEVELOPMENT

Business, State Technical Institute of Knoxville - Knoxville, TN
Verizon Leading Sig Sigma

ASSOCIATIONS / ORGANIZATIONS

Chamber of Commerce Active Member in Multiple US Cities
Domestic Violence OH/PA/WV
Board Member Kenny Stabler Foundation

MICHAEL BUSS

1677 Monterey Drive, Clearwater, FL 33756 || C: 727-421-9108 | mbuss4utp@gmail.com

EXECUTIVE SUMMARY

General Manager-level manager with more than 14 years of managerial experience. Strong strategic-planning and people-management skills.

Experienced construction management professional with strong leadership and relationship-building skills.

CORE QUALIFICATIONS

Operations management
Ability to look at complex problems and come up with out of the box solutions
Billing and cost controls over large areas and on multiple projects

Inventory control
Cross-functional team management
Staff training

PROFESSIONAL EXPERIENCE

03/2013 to Current General Manager / Vice President Operations / Operations Manager/License Holder
Utilipath - Mooresville, NC
Management of personnel and subcontractors on the Centurylink LE master contract, 8 states and District of Columbia, up to 7 project managers.

Management of personnel and subcontractors for Frontier master contract in North And South Carolina, 7 areas and 7 project managers

Management of all AT&T bid jobs in the Southeast region that were won by Utilipath, 3 project managers

Improved service times, improved billing and records keeping, and also managed 6 separate bid projects located in 4 different states.

Pre-Survey construction work prior to bid submittal for estimating cost involved and time to accomplish goals and advise on realistic expectations.

01/2012 to 3/2013 General Manager
JTM telecom- Seminole, FL
Managed day to day operations of multiple crews in multiple states primarily on large Military projects including McEntire ANG, Eglin/Hurlburt AFB, Jacksonville ANG
Specializing in large conduit and manhole packages

08/2010 to 01/2012 General Manager
Utilipath - Mooresville, NC
Managed team of 10 of professionals, 15 construction crews, and many sub contractors.

Managed operations in 6 Parishes in LA, and 20 Counties in KY

Inventory control

Equipment Maintenance Cost controls and Billing

03/2006 to 08/2010	<p>Project Manager</p> <hr/> <p>JTM Telecom - Seminole, FL</p> <p>Managed day to day operations of multiple crews primarily placing FOC for FIOS in 6 counties in Western FL</p> <p>Inventory and Billing controls</p> <p>Equipment maintenance and allocations</p>
05/2005 to 03/2006	<p>Project Manager</p> <p>Ackerman Construction- Norman OK</p> <p>Managed multiple large sewer and water projects in Florida including City of Clearwater, Tequesta Boy Scout Camp, City of St. Cloud, Naples Hwy 41 relocations,</p> <p>Multiple large diameter directional bores , Ductile Iron and PVC installations including Hot taps, chlorination testing, pressure testing, pavement work, and final acceptance</p> <p>Mobilization and materials management</p> <p>Bidding and Cost controls</p>
03/2002 to 05/2005	<p>Project Manager</p> <p>JTM Telecom- Seminole FL</p> <p>Managed day to day operations of multiple crews placing FOC FOR Verizon FIOS in Hillsboro and Pinellas Counties</p> <p>Inventory and Billing records</p> <p>Equipment maintenance and allocations</p>
06/1996 to 08/2002	<p>Project Manager/ Senior Project Manager</p> <p>First South Utilities - Greensboro, NC</p> <p>Management of multiple offices in multiple states Managed multi-million dollar construction project covering NC,VA,MD,NJ, NY, and DC including many major cities, several hundreds of miles of conduit, cables, and bores</p> <p>Negotiated multiple contracts with a variety of sub-contractors</p> <p>Created a innovative, interactive billing and accounting system that handled both AP and AR</p> <p>Inventory control and Purchasing</p> <p>Quality control Officer</p>

Previous Employment

1995-1996 – Self Employed

1989-1995 – Tri-Duct

1987-1989 – South Eastern Telephone Contractors

1985-1987 – EV Mackenzie and Co.

Education/ Licensing

1982

High School Diploma: General Studies
Bonduel High School - Bonduel, W I, USA
General studies, very proficient in Mathematics and Science
Florida Underground Utilities License, CUC1225198
Georgia Utilities Manager certificate holder, UM102477
OSHA safety trained, ATSA Safety Trained
Currently safety trainer for CSX and Norfolk Southern Railroads
Safety trained for FEC railway and AMTRAK

Gina R. Lawrence

1275 Middlecrest Dr. NW · Concord, NC 28027 · (704) 421-4308

gina.klinker@gmail.com

PROFESSIONAL SKILLS

Well rounded, successful accounting professional with over 15 years of experience including process improvement, month-end close, accounts payable, payroll, accruals, account reconciliations, mergers and acquisitions, system conversions, internal controls, treasury, bonding, and insurance.

EXPERIENCE

Essentia, Inc. – August 2013 to present

Charlotte, NC

CFO

Accomplishments:

- *Assisted in the launch of a spin-off company from Utilipath's ECS division to Essentia; converted and set-up all accounting systems, customer accounts and contracts, vendors, employees, and subcontractors*
- *Hired and trained accounting staff in all aspects of accounting*
- *Implemented a cloud based accounting system, Intacct, under budget by almost 50%*
- *Established companywide processes and procedures, cross trained all employees*
- *Converted to electronic applicant tracking system and onboarding portal which directly integrates into payroll system for new hires*
- *Established annual budget and monthly forecasting format and procedure*
- *Developed monthly financial reporting and job cost format*
- *Report directly to owners and work closely with them on financial, legal, and technical issues.*

Responsibilities:

- *Develop and maintain efficient systems capable of handling current and future workload*
- *Effectively manage a wide range of functions including risk management, regulatory compliance, contract management, treasury relationships, cash management, accounts payable, accounts receivable, payroll, auditing, fixed assets and taxes*
- *Ensure that any processes, procedures, and responsibilities that fall outside of both administrative and field organizations are handled appropriately*
- *Implement effective internal controls and key performance indicators, identify irregularities to avoid financial risk*

Utilipath, LLC - February 2010 - August 2013

Mooresville, NC

Controller (March 2011-August 2013)

Accomplishments:

- *Worked with consultants to design and implement paperless billing system for large telecommunication contract*
- *Designed and implemented purchasing process and approval workflow as well as associated internal controls*
- *Converted expense reporting from paper to electronic system for over 200 employees*

- *Performed due diligence fulfillment and worked with auditors and asset valuation professionals on sale of the company to private equity group*

Responsibilities

- Hired, managed and developed corporate office personnel including accounting, accounts payable, accounts receivable, payroll and human resources
- Evaluated processes and recommend improvements and implementation strategies
- Developed, implemented and monitored internal controls and metrics
- Worked with external auditors and tax preparers
- Maintained company fixed asset accounts including equipment sales, purchasing and financing
- Oversaw month end closing process and ensured that accurate financial reports were delivered to management in a timely and effective format
- Maintained treasury relationships for multiple cash accounts and lines of credit
- Developed budgets and financial forecasts for proposed projects of the organizations, measure actual performance against operating plans and interpret the results for all levels of management
- Managed subcontractor and customer contracts and ensured compliance with customer and contract requirements
- Evaluated insurance policy renewals and monitored loss runs and claims
- Approved all cash and inter-company activity reconciliations and approved all payments to vendors
- Reviewed monthly reconciliations of all balance sheet accounts

Assistant Controller (February 2010-March 2011)

- Managed the accounts payable and payroll departments
- Produced accurate and timely weekly job cost reports for operations and executive management
- Prepared end of month closing schedules, account reconciliations, and analysis of all asset and liability accounts
- Generated monthly financial statements
- Coordinated with management to continually improve the quality and usefulness of financial reports
- Ensured that all sales invoices are properly prepared and submitted to the customer efficiently and in accordance with contract documents
- Verified that all payroll and expense transactions were processed timely and accurately
- Prepared and maintained all company bid qualification packages and necessary licensing
- Identified weaknesses and/or areas for improvement in any controls, systems, processes and procedures, and assisted the Controller and other personnel in developing and implementing improvements in these areas
- Completed miscellaneous projects as needed including reports, analysis, and reconciliations

Concrete Supply Co. – January 2008 to February 2010

Charlotte, NC

Assistant Controller

Accomplishments:

- *Reviewed property tax returns and uncovered an \$80,000 overpayment, followed up with local tax authorities to obtain a refund*
- *Updated bank reconciliation processes by importing data directly from bank portal into accounting software*
- *Streamlined monthly journal entries by setting up automated recurring entries in MAS 500*
- *Implemented monthly account reconciliation and review process for all balance sheet accounts*
- *Integrated company financials and processes for 3 acquisitions, including 1 stock purchase and 2 asset purchases*

Responsibilities:

- Coordinated month end closing procedures for Concrete Supply Co. and 5 subsidiary companies including month end journal entry preparation and review

- Generated monthly financial statements and quarterly GAAP financial packages for stockholders
- Participated in budget preparation and analysis
- Reviewed and filed sales and use tax returns, manufacturing tax returns and fuel tax returns for North Carolina and South Carolina
- Prepared and filed personal property tax returns and federal heavy vehicle tax returns
- Reconciled inter-company accounts
- Worked with outside auditors during annual audit

Health Management Associates – January 2007 to June 2007

Naples, FL

Corporate Accounting Manager

Accomplishments:

- *Converted over \$4 billion in fixed assets to Sage FAS as part of a company-wide conversion*

Responsibilities:

- Oversight of monthly financial reporting at 11 hospitals and clinics
- Reviewed monthly financial reports with facility accounting managers and CFOs
- Analyzed account reconciliations for each facility and ensure internal procedures and SOX key controls were maintained
- Monthly responsibilities included general accounting and financial reporting
- Assisted with and reviewed the quarterly audit packs prepared for use by external auditors and SEC reporting
- Worked independently and prioritized responsibilities based on monthly deadlines

Cemex, Inc. – May 2001 to December 2006

Naples, FL

Staff Accountant

Accomplishments:

- *Participated in pre-merger due diligence fulfillment and post-merger integration for two of the largest building material suppliers in the world*
- *Converted subsidiary from Oracle financials to JD Edwards*
- *Developed 4 week rolling cash forecast for the South Florida region and converted all payables to electronic payments*

Responsibilities:

- Performed account analysis for all balance sheet accounts
- Completed monthly bank reconciliations
- Verified, reconciled and recorded monthly inter-company transactions
- Prepared monthly journal entries such as accruals, prepaid expenses, inventory adjustments and cash transactions
- Developed annual and monthly budgets and forecasts for 17 concrete plants and building material resale locations
- Prepared and reviewed monthly financial statements including cash flow statement
- Assisted Accounts Payable with review and analysis of monthly accruals for raw materials and other expenses
- Analyzed and balanced benefit premium payments and employee withholding accounts

Fleet Private Clients Group – March 1999 to January 2001

Naples, FL

Relationship Administrator

Accomplishments:

- *Coordinated office consolidation following Fleet Bank and Bank of Boston merger*
- *Served as lead for facility relocation*

Responsibilities

- Provided administrative support for Senior Vice President and Regional Manager
 - Aided Trust Officers in managing client relationships
 - Set-up new accounts for clients
 - Compiled and reconciled weekly accounts payable reports for corporate office, including general ledger coding of invoices
 - Disbursed and received cash and asset transfers to and from clients and financial institutions
 - Calculated weekly account funding and fee reports
 - Coordinated all local marketing and social events
 - Performed follow-up for marketing events
-

EDUCATION

MBA, East Carolina University, Expected 2016

BS Accounting, Florida Gulf Coast University, 2002

SOFTWARE EXPERIENCE

- Advanced Excel user, experience with Oracle, J.D. Edwards, Sage MAS 500 and Sage FAS, Intacct, FRx Reporting, Maxwell Management Suite, and Command Series

EXHIBIT B

SWORN STATEMENT

I affirm that neither Applicant, any of its affiliates, officers, directors, partners, agents, or owners (directly or indirectly) of more than 10% of Applicant, nor anyone acting in a management capacity for Applicant: (a) held one of these positions with a company that filed for bankruptcy; (b) been personally found liable, or held one of these positions with a company that has been found liable, for fraud, dishonesty, failure to disclose, or misrepresentations to consumers or others; (c) been convicted of a felony; (d) been to my knowledge the subject of a criminal referral by judge or public agency; (e) had a telecommunications license or operating authority denied, suspended, revoked, or limited in any jurisdiction; (f) personally entered into a settlement, or held one of these positions with a company that has entered into settlement of criminal or civil claims involving violations of sections 17000 et seq., 17200 et seq., or 17500 et seq. of the California Business & Professions Code, or of any other statute, regulation, or decisional law relating to fraud, dishonesty, failure to disclose, or misrepresentations to consumers or others; or (g) been found to have violated any statute, law, or rule pertaining to public utilities or other regulated industries; or (h) entered into any settlement agreements or made any voluntary payments or agreed to any other type of monetary forfeitures in resolution of any action by any regulatory body, agency, or attorney general.

To the best of Applicant's knowledge, neither Applicant, any affiliate, officer, director, partner, or owner of more than 10% of applicant, nor any person acting in such capacity whether or not formally appointed, is being or has been investigated by the Federal

Communications Commission or any law enforcement or regulatory agency for failure to comply with any law, rule or order.

I affirm and declare under penalty of perjury under the laws of the State of California, including Rule 1.1 of the California Public Utilities Commission's Rules of Practice and Procedure, that, to the best of my knowledge, the foregoing and all other statements and representations made in the Application and this Amendment, including the attachment to this sworn statement, are true and correct.

Dated: 6/3/14


Baxter McLendon Hayes, III

EXHIBIT C

ARTICLES OF ORGANIZATION AND GOOD STANDING CERTIFICATE

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME: ENETWORKS LLC

REGISTERED IN CALIFORNIA AS: ENETWORKS LLC

FILE NUMBER: 201615210137
REGISTRATION DATE: 05/24/2016
TYPE: FOREIGN LIMITED LIABILITY COMPANY
JURISDICTION: DELAWARE
STATUS: ACTIVE (GOOD STANDING)

I, ALEX PADILLA, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is qualified to
transact intrastate business in the State of California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day of
June 3, 2016.

A handwritten signature in black ink, appearing to read "Alex Padilla".

ALEX PADILLA
Secretary of State

Delaware

The First State

Page 1

*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF FORMATION OF "ENETWORKS, LLC", FILED
IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2016, AT
8:44 O'CLOCK A.M.*



A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

6000110 8100
SR# 20161897650

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202048341
Date: 03-28-16

**STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION**

First: The name of the limited liability company is eNetworks, LLC

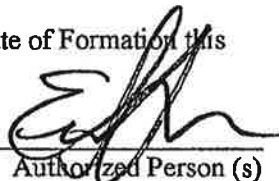
Second: The address of its registered office in the State of Delaware is _____
2711 Centerville Road, Suite 400 in the City of Wilmington.
Zip code 19808. The name of its Registered agent at such address is
Corporation Service Company

Third: (Use this paragraph only if the company is to have a specific effective date of dissolution: "The latest date on which the limited liability company is to dissolve is N/A.")

Fourth: (Insert any other matters the members determine to include herein.)

This LLC will be member managed.

In Witness Whereof, the undersigned have executed this Certificate of Formation this
25th day of March, 2016.

By: 
Authorized Person (s)

Name: Errin L. Jensen

EXHIBIT D

PROPONENT'S ENVIRONMENTAL ASSESSMENT

eNetworks intends to provide infrastructure facilities (such as dark fiber and metro cell nodes) in connection with the transport and transmission of communications by wireless carriers. eNetworks will rely on existing facilities obtained from other carriers and utilities. In addition, eNetworks will construct its own facilities in many cases.

eNetworks expects that any outside plant construction ordinarily would be small in scale, consisting of construction of relatively short conduit routes, installations of poles where existing facilities are inadequate, and installation or construction of other, small above-ground facilities. Further, such construction generally would occur in existing roadways or other previously-developed and disturbed rights-of-way.

As the Commission has recognized, previously, it can be expected that such projects would fall within one or more categorical exemptions under CEQA. *See, e.g.,* Decision 13-07-032, which granted full-facilities-based authority to Vodex Communications Corporation, subject to compliance with an expedited 21-day environmental review process.

To assure that there would be no significant adverse environmental impacts from any such construction, eNetworks will follow the procedure described in Decision 13-07-032 to establish whether or not CEQA exemptions apply. This procedure is described in the opening paragraphs of the instant application. If a determination is made that the proposed construction is not exempt, eNetworks would file a new application for approval of the contemplated project.

eNetworks submits that the foregoing process assures that it can be seen with certainty that there is no possibility that grant of the instant application may have a significant adverse effect on the environment.

EXHIBIT E

SERVICE AREA MAP

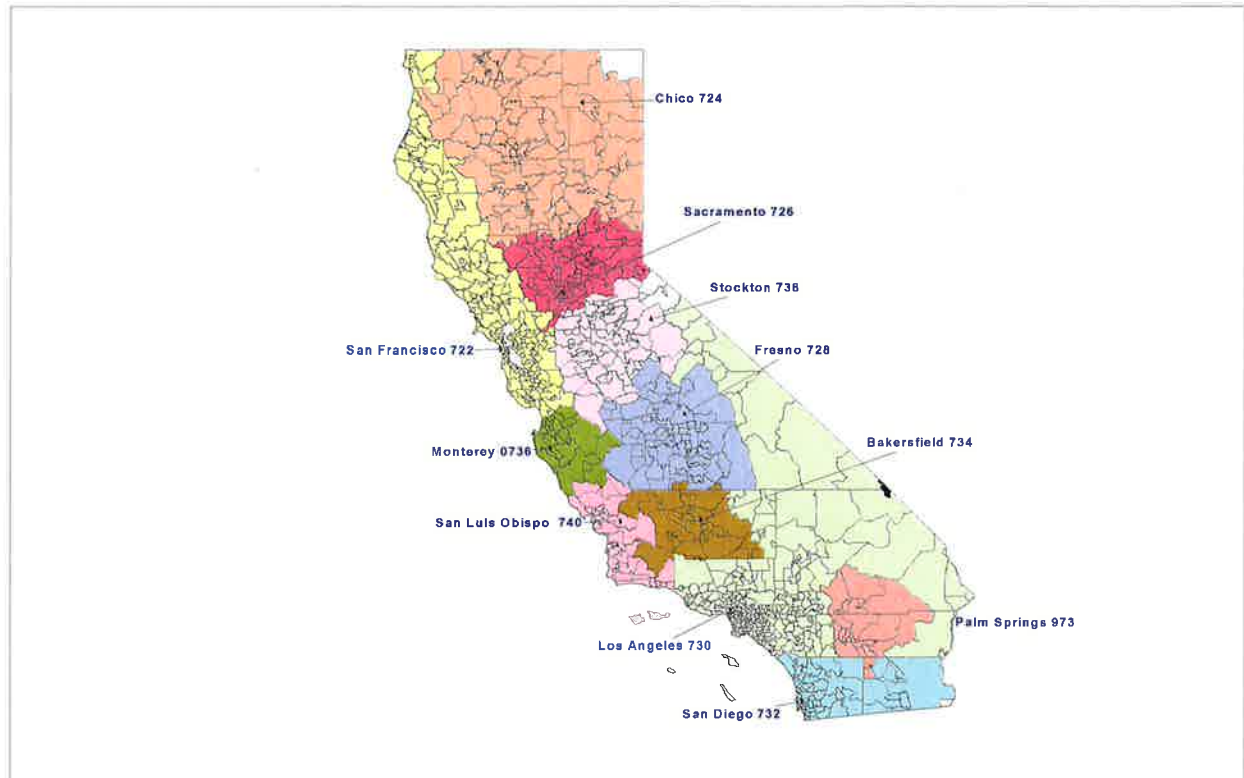


EXHIBIT F

FINANCIAL SHOWING

CONFIDENTIAL

[FILED UNDER SEAL]